

RECORDATION NO. 23991-A FILED

OCT 8 '02

11-26 AM

SURFACE TRANSPORTATION BOARD



October 4, 2002

Barbara Sadler Surface Transportation Board Recordation Office 1925 K Street, N.W., Suite 70 Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the Memorandum of Railcar Lease dated as of July 31, 2002 between the following parties.

Names and address of the following parties:

Lesson THE CIT SHOUP/EQUIPMENT FINANCING INC.

Less LONE STAR INDUSTRIES, INC. 1040 March Meridian, Suite 400 Indianapolis, IN 48290

A short surimary of the document to appear in the index follows:

Memorandum of Fast of Lease between Lesson THE CIT GROUP/EDUIRNIAN FINANCING INC. and Lesson LONE STAR INDUSTRIES INC./ covering 160 hopper cars with resisting marks and numbers— ... GEX 400. — ... LEEX CASE INCLUSIVE.

Please file this memorandum as a SECONDARY document to Resortation: #23991 dated 6/3/02 and return one (1) stampes original is my estamble. At check covering the filing fee of thirty dollars (\$30.00) is analysed.

If you have any questions regarding the filing, please fast tree to call me at \$00-634-9738 ext. 20100.

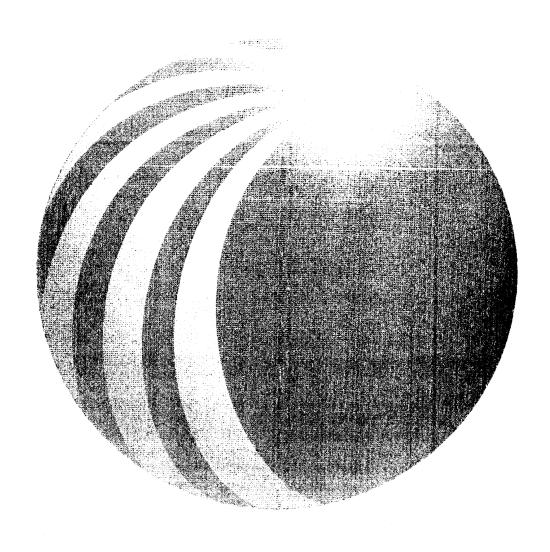
Thank you for your prompt assistance.

Sincerely,

Sherry Lewey



Enclosure



MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 3/5/2 day of Greek and the composition, 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Belaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and LONE STAR INDUSTRIES, INC., a Delaware corporation, with an address at 10401 North Meridian, Suite 400, Indianapolis, IN 46290 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of May 2, 2002, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on June 3, 2002 and given Recordation Number 23991.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in **Schedule A** hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.	RECORDATION	NO. 23	771-77 FILED
By: Michael Milins	OCT 8	.05	11-26 AM
Name: Richard Latini Title: Senior Vice President	SURFACI	F TRANCO	ORTATION BOARD
I certify that I hold the title set forth below, that of the Lessee by authority of its Board of Directors and to of the foregoing instrument was the free act and deed of penalty of perjury that the foregoing is true and correct.	hat I acknowledg	ge that tl	he execution

LONE STAR INDUSTRIES, INC.

SCHEDULE A

Quantity 150

Equipment Description 3,250 c.f. covered hopper cars with gravity gates (miner auto lock-II) and round hatches Car Marks and Numbers

1	LCEX	400
2	LCEX	401
3	LCEX	402
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